

## **ATTACHMENT 3**

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: ) Chapter 11  
 )  
 W.R. GRACE & CO., et al.<sup>1</sup> ) Case No. 01-01139 (JFK)  
 ) Jointly Administered  
 Debtors. )  
 ) Objection Date:

SEVENTY-FOURTH MONTHLY APPLICATION OF  
 BEVERIDGE & DIAMOND, P.C.  
 FOR COMPENSATION FOR SERVICES RENDERED AND  
 REIMBURSEMENT OF EXPENSES  
 AS COUNSEL TO THE DEBTORS FOR THE  
PERIOD FROM DECEMBER 1, 2011 THROUGH DECEMBER 31, 2011

Name of Applicant:	Beveridge & Diamond, P.C.
Authorized to Provide Professional Services to:	Debtors and Debtors in Possession
Date of Retention:	May 12, 2005
Period for which Compensation and Reimbursement is Sought:	December 1, 2011 through December 31, 2011
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$82,764.50
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$94.75

This is a: XX monthly        interim        final application.

<sup>1</sup> The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn, A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darez Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cunning, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

PRIOR APPLICATIONS FILED:

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
12/05	10/1/05 – 10/31/05	\$13,486.25	\$ 337.02	\$13,486.25	\$ 337.02
2/06	11/1/05 – 11/30/05	\$46,587.50 <sup>2</sup>	\$ 57.62	\$46,587.50 <sup>3</sup>	\$ 57.62
2/06	12/1/05 – 12/31/05	\$ 5,726.25 <sup>4</sup>	\$1,308.41	\$ 5,726.25 <sup>5</sup>	\$1,308.41
3/06	1/1/06 – 1/31/06	\$11,187.50	\$ 173.56	\$11,187.50	\$ 173.56
4/06	2/1/06 – 2/28/06	\$16,106.25	\$ 156.33	\$16,106.25	\$ 156.33
5/06	3/1/06 – 3/31/06	\$11,377.50	\$ 70.33	\$11,377.50	\$ 70.33
6/06	4/1/06 – 4/30/06	\$13,693.75	\$ 356.81	\$13,693.75	\$ 356.81
8/06	5/1/06 – 5/31/06	\$28,261.25	\$ 227.37	\$28,261.25	\$ 227.37
9/13/06	6/1/06 – 6/30/06	\$10,103.75	\$ 285.26	\$10,103.75	\$ 285.26
9/13/06	7/1/06 – 7/31/06	\$ 4,307.50	\$ 14.21	\$ 4,307.50	\$ 14.21
9/25/06	8/1/06 – 8/31/06	\$4,812.50	\$ 131.31	\$4,812.50	\$ 131.31
10/30/06	9/1/06 – 9/30/06	\$16,988.75	\$ 287.83	\$16,988.75	\$ 287.83
12/1/06	10/1/06 – 10/31/06	\$19,348.25	\$ 210.02	\$19,348.25	\$ 210.02
1/11/07	11/1/06 – 11/30/06	\$34,281.25	\$ 425.47	\$34,281.25	\$ 425.47
3/7/07	12/1/06 – 12/31/06	\$43,924.00	\$ 338.42	\$43,924.00	\$ 338.42
3/7/07	1/1/07 – 1/31/07	\$51,760.00	\$ 211.32	\$51,760.00	\$ 211.32
6/4/07	2/1/07 – 2/28/07	\$36,245.00	\$ 94.79	\$36,245.00	\$ 94.79
6/4/07	3/1/07 – 3/31/07	\$33,840.00	\$ 480.06	\$33,840.00	\$ 480.06
6/18/07	4/1/07-4/30/07	\$35,377.50	\$ 514.32	\$35,377.50	\$ 514.32
6/18/07	5/1/07 – 5/31/07	\$17,681.25	\$ 389.29	\$17,681.25	\$ 389.29
8/23/07	6/1/07 – 6/30/07	\$22,225.00	\$ 133.35	\$22,225.00	\$ 133.35
10/11/07	7/1/07-7/31/07	\$31,450.00	\$ 248.66	\$31,100.00	\$ 248.66
10/11/07	8/1/07 – 8/31/07	\$30,497.50	\$ 567.93	\$29,875.50	\$ 567.93
10/19/07	9/1/07 – 9/30/07	\$18,575.00	\$ 311.53	\$18,575.00	\$ 311.53
1/2/08	10/1/07 – 10/31/07	\$7,217.50	\$ 791.76	\$7,217.50	\$ 791.76
1/2/08	11/1/07-11/30/07	\$5,200.00	\$ 111.41	\$5,200.00	\$ 111.41
4/29/08	12/1/07-12/31/07	\$8,670.00	\$ 142.43	\$8,670.00	\$ 142.43
4/29/08	1/1/08 – 2/28/08	\$19,480.00	\$ 74.16	\$19,480.00	\$ 74.16
5/5/08	3/1/08-3/31/08	\$6,320.00	\$ 81.38	\$6,320.00	\$ 81.38
6/23/08	4/1/08-4/30/08	\$5,358.00	\$ 54.14	\$5,358.00	\$ 54.14
7/21/08	5/1/08-5/31/08	\$32,068.00	\$ 19.86	\$32,068.00	\$ 19.86
9/3/08	6/1/08 – 6/30/08	\$39,793.00	\$ 1,384.81	\$39,793.00	\$ 1,384.81

<sup>2</sup> The original Application filed 2/06 requested fees in the amount of \$43,662.50 and Expenses in the amount of \$57.62. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$46,587.50.

<sup>3</sup> The original Application filed 2/06 requested fees in the amount of \$43,662.50 and Expenses in the amount of \$57.62. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$46,587.50.

<sup>4</sup> The original application filed 2/06 requested fees in the amount of \$5,238.75 and Expenses in the amount of \$1,308.41. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$5,726.25.

<sup>5</sup> The original application filed 2/06 requested fees in the amount of \$5,238.75 and Expenses in the amount of \$1,308.41. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$5,726.25.

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
9/15/08	7/1/08-7/31/08	\$89,644	\$273.65	\$89,644	\$273.65
11/14/08	8/1/08-8/31/08	\$50,539.50	\$224.70	\$50,539.50	\$224.70
11/14/08	9/1/08 - 9/30/08	3,905.50	\$986.54	3,905.50	\$986.54
2/6/09	10/1/08 - 10/31/08	1,360.00	\$365.78	1,360.00	\$365.78
2/6/09	11/1/08 - 11/30/08	\$920.00	\$524.75	\$920.00	\$524.75
3/24/09	12/1/08 - 12/31/08	\$2,702.50	\$11.37	\$2,702.50	\$11.37
3/30/09	1/1/09 - 1/31/09	\$25,585.00	\$1.40	\$25,585.00	\$1.40
4/21/09	2/1/09 - 2/28/09	\$39,237.00	\$516.80	\$39,237.00	\$516.80
4/30/09	3/1/09 - 3/31/09	\$ 8,128.00	\$ 46.35	\$ 8,128.00	\$ 46.35
7/7/09	4/1/09 - 4/30/09	\$ 80,837.00	\$ 1,411.58	\$ 80,837.00	\$ 1,411.58
7/20/09	5/1/09 - 5/31/09	\$ 80,837.00	\$ 1,411.58	\$ 80,837.00	\$ 1,411.58
9/2/09	6/1/09 - 6/30/09	\$38,481.50	\$ 888.98	\$38,481.50	\$ 888.98
9/15/09	7/1/089 - 7/31/09	\$6,972.00	\$ 534.11	\$6,972.00	\$ 534.11
10/1/09	8/1/09 - 8/31/09	\$1,991.50	\$ 5.80	\$1,991.50	\$ 5.80
11/2/09	9/1/09 - 9/30/09	\$ 6,836.00	\$ 53.92	\$ 6,836.00	\$ 53.92
12/9/09	10/1/09 - 10/31/09	\$ 15,246.00	\$ 75.86	\$ 15,246.00	\$ 75.86
1/4/10	11/1/09 - 11/30/09	\$ 14,828.50	\$ 56.80	\$ 14,828.50	\$ 56.80
2/3/10	12/1/09 - 12/31/09	\$ 7,224.00	\$ 84.20	\$ 7,224.00	\$ 84.20
3/31/10	1/1/10 - 1/31/10	\$ 2,778.00	\$ 36.85	\$ 2,778.00	\$ 36.85
3/31/10	2/1/10 - 2/28/10	\$ 4,449.50	\$12.27	\$ 4,449.50	\$12.27
5/17/10	3/1/10 - 3/31/2010	\$ 24,367.50	\$11.00	\$ 24,367.50	\$11.00
7/1/10	4/1/10 - 4/30/10	\$ 10,250.00	\$ 82.97	\$ 10,250.00	\$ 82.97
7/1/10	5/1/10 - 5/31/10	\$ 3,476.00	\$ 23.86	\$ 3,476.00	\$ 23.86
8/16/10	6/1/10 - 6/30/10	\$ 24,234.00	\$ 19.20	\$ 24,234.00	\$ 19.20
8/30/10	7/1/10 - 7/31/10	\$ 20,113.50	\$ 18.28	\$ 20,113.50	\$ 18.28
10/25/10	8/1/10 - 8/31/10	\$2,986.00	\$ 235.07	\$2,986.00	\$ 235.07
11/9/10	9/1/10 - 9/30/10	\$25,288.00	\$ 251.36	\$25,288.00	\$ 251.36
12/17/10	10/1/10 - 10/31/10	\$13,119.50	\$ 352.94	\$13,119.50	\$ 352.94
1/10/11	11/1/10 - 11/30/10	\$ 13,940.00	\$ 50.56	\$ 13,940.00	\$ 50.56
3/3/11	12/1/10 - 12/31/10	\$ 18,381.47	\$ 46.47	\$ 18,381.47	\$ 46.47
4/5/11	1/1/11 - 1/31/11	\$ 4,046.00	\$129.34	\$ 4,046.00	\$129.34
4/5/11	2/1/11 - 2/28/11	\$ 9,082.00	\$ 0.20	\$ 9,082.00	\$ 0.20
5/31/11	3/1/11 - 3/31/11	\$ 5,617.50	\$ 21.36	\$ 5,617.50	\$ 21.36
6/13/11	4/1/11 - 4/30/11	\$ 5,612.00	\$ 96.75	\$ 5,612.00	\$ 96.75
7/8/11	5/1/11 - 5/31/11	\$10,248.00	\$ 16.76	\$10,248.00	\$ 16.76
9/14/11	6/1/11 - 6/30/11	\$ 22,223.50	\$ 20.40	\$ 22,223.50	\$ 20.40
9/14/11	7/1/11 - 7/31/11	\$ 9,342.00	\$ 94.66	Pending	Pending
9/29/11	8/1/11 - 8/31/11	\$31,785.50	\$268.57	Pending	Pending
11/16/11	9/1/11 - 9/30/11	\$ 8,447.50	\$341.60	Pending	Pending
12/1/11	10/1/11 - 10/31/11	\$11,621.00	\$55.64	Pending	Pending
12/27/11	11/1/11 - 11/30/11	\$ 14,634.50	\$ 56.70	Pending	Pending

B&D PROFESSIONALS<sup>6</sup>

Name of Professional Individual	Position of the Applicant, Number of years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate (including changes)	Total Hours Billed	Total Compensation
Pamela D. Marks	Principal; Joined Firm 1997; Member of MD Bar since 1986	\$460.00	36.80	\$16,928.00
Aaron H. Goldberg	Principal; Joined Firm 1987; Member of DC Bar since 1985	\$545.00	17.90	\$9,755.50
Karl S. Bourdeau	Principal; Joined Firm 1980; Member of DC bar since 1978	\$680.00	48.50	\$32,980.00
Bina R. Reddy	Associate; Joined Firm 2008; Member of TX Bar since 2009	\$295.00	22.40	\$6,608.00
Heidi P. Knight	Associate; Joined Firm 2008; Member of MD Bar since 2008	\$295.00	37.40	\$11,033.00
Elizabeth A. Wolk	Paralegal	\$195.00	28.00	\$5,460.00

Total Fees: \$82,764.50  
 Total Hours: 191.00  
 Blended Rate: \$ 433.00

TASK CODE SUMMARY

Project Category	Total Hours	Total Fees Requested
Litigation and Litigation Consulting	191.00	\$82,764.50

EXPENSE SUMMARY<sup>7</sup>

Expense Category	Service Provider (if applicable) <sup>8</sup>	Total Expense
Photocopying		\$57.20
Postage		\$15.02
Long Distance Telephone		\$18.85
Meals		\$3.68

<sup>6</sup> These amounts are the sum total from all of the invoices attached hereto.

<sup>7</sup> These amounts are the sum total of the disbursements as shown on all of the invoices attached hereto.

<sup>8</sup> B&D may use one or more service providers. The service providers identified herein below are the primary service providers for the categories described.

WHEREFORE, Beveridge & Diamond, P.C. respectfully requests that, for the period December 1, 2011 through December 31, 2011, an interim allowance be made to Beveridge & Diamond, P.C. for compensation in the amount of \$82,764.50 and actual and necessary expenses in the amount of \$94.75 for a total allowance of \$82,859.25 and payment of \$66,211.60 (80% of the allowed fees) and reimbursement of \$94.75 (100% of the allowed expenses) be authorized for a total payment of \$66,306.35 and for such other and further relief as this Court may deem just and proper.

Dated: March 13, 2012

BEVERIDGE & DIAMOND, P.C.



Pamela D. Marks  
201 N. Charles Street, Suite 2210  
Baltimore, MD 21201  
Telephone: 410-230-1315  
Facsimile: 410-230-1389  
Counsel for Debtors and Debtors in Possession

VERIFICATION

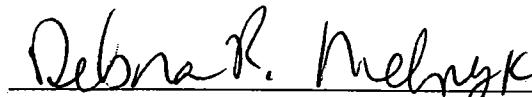
Pamela D. Marks, after being duly sworn according to law, deposes and says:

- a) I am an attorney with the applicant law firm Beveridge & Diamond, P.C..
- b) I am familiar with the legal services rendered by Beveridge & Diamond, P.C. as counsel to the Debtor and am thoroughly familiar with the other work performed on behalf of the Debtor by the lawyers and paraprofessionals of Beveridge & Diamond, P.C.
- c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed the Local Bankruptcy Rules for the District of Delaware, and submit that the Application substantially complies with such rules.



Pamela D. Marks

SWORN AND SUBSCRIBED  
before me this 13 day of March, 2012.



Debora R. Melnyk

Notary Public: Debora R. Melnyk  
My Commission Expires: May 27, 2013

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: ) Chapter 11  
 )  
W.R. GRACE & CO., et al.<sup>1</sup> ) Case No. 01-01139 (JFK)  
 ) Jointly Administered  
Debtors. )  
 ) Objection Date:

FEE DETAIL FOR BEVERIDGE & DIAMOND, P.C.'S  
MONTHLY FEE APPLICATION FOR THE PERIOD  
DECEMBER 1, 2011 THROUGH DECEMBER 31, 2011

---

<sup>1</sup> The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn, A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cunning, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

## **EXHIBIT A**

**(Trivalent Chromium)**

LAW OFFICES  
BEVERIDGE & DIAMOND, P.C.  
SUITE 2210  
201 NORTH CHARLES STREET  
BALTIMORE, MD 21201-4150  
(410) 230-1300

W. R. Grace & Co.  
Attn: Lydia B. Duff  
7500 Grace Drive  
Columbia, MD 21044

January 26, 2012  
Client/Matter # 01246-014988  
Invoice # 146007  
Federal ID# 52-1247549

---

For Legal Services Rendered Through 12/31/11 in Connection With:

PLEASE REMIT PAYMENT TO : BEVERIDGE & DIAMOND, P.C.  
SUITE 700  
1350 I STREET, N.W.  
WASHINGTON, D.C. 20005-3311

Trivalent Chromium

12/20/11	P. Marks	P230	2.10 Evaluate regulatory issues and prepare analysis re exclusion review procedure.
12/21/11	P. Marks	P230	3.20 Evaluate regulatory history issues and state information, and prepare legal analysis for MDE re procedure.
12/21/11	P. Marks	P230	1.30 Complete procedural analysis for State; direct staff re attachments; telephone conference with L. Duff re same.

Total Hours : 6.60

Total Fees : \$3,036.00

Time Summary :

Title	Hours Worked	Billed Per Hour	Bill Amount
P. Marks Principal	6.60	\$460.00	\$3,036.00

**Total Fees:** \$3,036.00

Summary by Task Codes :

CODE	Hours	Bill Amount
P300	6.60	\$3,036.00
P230	-----	-----
Total P300	6.60	\$3,036.00

**Total Fees :** 6.60 \$3,036.00

Summary by Disbursement Codes :

	Bill Amount
002 Postage	\$9.94
003 Long Distance Telephone	\$7.45
004 Duplicating	\$43.00
022 Local Meals	\$3.68

**Total Disbursements :** \$64.07

**TOTAL DUE :** \$3,100.07

## **EXHIBIT B**

**(Project “C”)**

LAW OFFICES  
BEVERIDGE & DIAMOND, P.C.  
SUITE 2210  
201 NORTH CHARLES STREET  
BALTIMORE, MD 21201-4150  
(410) 230-1300

W. R. Grace & Co.  
Attn: Lydia B. Duff  
7500 Grace Drive  
Columbia, MD 21044

January 26, 2012  
Client/Matter # 01246-015120  
Invoice # 146008  
Federal ID# 52-1247549

---

For Legal Services Rendered Through 12/31/11 in Connection With:

PLEASE REMIT PAYMENT TO : BEVERIDGE & DIAMOND, P.C.  
SUITE 700  
1350 I STREET, N.W.  
WASHINGTON, D.C. 20005-3311

Project "C"

12/06/11	A. Goldberg	C300	0.50	Communications with P. Marks re potential RCRA regulatory issues; research re same.
12/06/11	P. Marks	C300	0.50	Coordinate with A. Goldberg re facts and identification of legal issues.
12/07/11	A. Goldberg	C300	1.30	Prepare for and participate in telephone conference with L. Duff and P. Marks; research re same.
12/07/11	P. Marks	C300	0.60	Prepare for and conduct telephone conference with L. Duff and A. Goldberg re RCRA regulatory analysis.
12/14/11	A. Goldberg	C300	4.00	Research and prepare analysis of issues.
12/15/11	A. Goldberg	C300	2.30	Research and prepare analysis of issues.
12/16/11	A. Goldberg	C300	3.50	Research and prepare analysis of potential hazardous waste issues.
12/20/11	A. Goldberg	C300	2.00	Research and prepare outline of potential hazardous waste regulatory issues; send e-mail to P. Marks re same.

12/22/11	A. Goldberg	C300	1.50	Telephone conference with P. Marks re draft outline of potential hazardous waste regulatory issues; review and revise draft outline; send e-mail to L. Duff re same.
12/22/11	P. Marks	C300	0.80	Review draft recycling analysis; telephone conference with A. Goldberg re same.
12/28/11	A. Goldberg	C300	1.50	Exchange e-mails with L. Duff re research and analysis; research re same; telephone conference with L. Duff re same.
12/29/11	A. Goldberg	C300	1.30	Review and revise outline of potential hazardous waste regulatory issues; research re same; send e-mail to L. Duff re same.

Total Hours : 19.80

Total Fees : \$10,629.50

Time Summary :

Title	Hours Worked	Billed Per Hour	Bill Amount
A. Goldberg	17.90	\$545.00	\$9,755.50
P. Marks	1.90	\$460.00	\$874.00

**Total Fees:** \$10,629.50

Summary by Task Codes :

CODE	Hours	Bill Amount
C300	19.80	\$10,629.50
Total	19.80	\$10,629.50

**Total Fees :** 19.80 \$10,629.50

Summary by Disbursement Codes :

**TOTAL DUE :** \$10,629.50

## **EXHIBIT C**

**(Bankruptcy Fee Application)**

LAW OFFICES  
BEVERIDGE & DIAMOND, P.C.  
SUITE 2210  
201 NORTH CHARLES STREET  
BALTIMORE, MD 21201-4150  
(410) 230-1300

W. R. Grace & Co. - Conn  
Attn: Lydia B. Duff, Esq.  
7500 Grace Drive  
Columbia, MD 21044

January 26, 2012  
Client/Matter # 01246-012629  
Invoice # 146006  
Federal ID# 52-1247549

---

For Legal Services Rendered Through 12/31/11 in Connection With:

PLEASE REMIT PAYMENT TO : BEVERIDGE & DIAMOND, P.C.  
SUITE 700  
1350 I STREET, N.W.  
WASHINGTON, D.C. 20005-3311

Bankruptcy Fee Application  
100035

**Disbursements:**

Copying	14.20
Postage	5.08

**Total Disbursements :** \$19.28

**TOTAL DUE :** \$19.28

## **EXHIBIT D**

**(Investigation of VC Processing Facilities)**

**LAW OFFICES  
 BEVERIDGE & DIAMOND, P.C.  
 SUITE 700  
 1350 I STREET, N.W.  
 WASHINGTON D.C. 20005-3311  
 (202) 789-6000**

W. R. Grace & Co.  
 Attn: Richard Finke  
 7500 Grace Drive  
 Columbia, MD 21044

February 28, 2012  
 Client/Matter # 01246-014352  
 Invoice # 146542  
 Federal ID# 52-1247549

---

For Legal Services Rendered Through 12/31/11 in Connection With:

**Investigation of VC Processing Facilities**  
**100045**

12/02/11	P. Marks	C300	0.40	Review and evaluate information re projects.
12/06/11	P. Marks	C300	1.00	Telephone conference with L. Duff re research scope; review information re same.
12/07/11	P. Marks	C300	2.70	Review information; telephone conference with H. Feichko, J. Hughes and R. Finke re factual background for research/evaluation re issues; follow-up evaluation re same; conference with B. Reddy and H. Knight re structure and content of research and evaluation.
12/07/11	B. Reddy	C300	0.90	Telephone conference with P. Marks and H. Knight re scope and background of research assignment.
12/07/11	H. Knight	C300	1.90	Conference with P. Marks and B. Reddy re issues; review documents.
12/08/11	P. Marks	C300	1.10	Prepare for and conduct telephone conference with H. Feichko, R. Mercer, and H. Knight re factual background; follow-up instructions to H. Knight re same.
12/08/11	H. Knight	C300	2.20	Telephone conference with P. Marks, H. Feichko, and R. Mercer; review documents.
12/09/11	P. Marks	C300	0.50	Prepare factual development and coordinate with client re same.

12/09/11	H. Knight	C300	0.90	Review documents; email correspondence with P. Marks re same.
12/12/11	P. Marks	C300	0.40	Prepare for factual interviews.
12/12/11	B. Reddy	C300	3.80	Research; draft summary re same.
12/13/11	P. Marks	C300	1.70	Prepare for and conduct call with B. Marriam, H. Feichko, R. Finke and H. Knight re facts; follow-up with H. Feichko.
12/13/11	B. Reddy	C300	1.80	Research.
12/13/11	H. Knight	C300	9.20	Telephone conference with H. Feichko, R. Finke, B. Marriam, and P. Marks; prepare summary re same and conduct legal research.
12/14/11	P. Marks	C300	1.30	Telephone conference with H. Feichko, H. Knight, and R. Mercer; follow-up re same.
12/14/11	B. Reddy	C300	5.50	Legal research.
12/14/11	H. Knight	C300	6.80	Telephone conference with H. Feichko, R. Mercer, and P. Marks and conduct research.
12/15/11	P. Marks	C300	0.20	Telephone conferences with H. Knight and B. Reddy re research.
12/15/11	H. Knight	C300	0.40	Telephone conferences with P. Marks re research and follow-up with B. Reddy re same.
12/16/11	H. Knight	C300	1.70	Conduct research and prepare memorandum.
12/18/11	B. Reddy	C300	6.00	Research and continue to prepare memorandum.
12/19/11	P. Marks	C300	2.40	Review documents and prepare memorandum.
12/19/11	B. Reddy	C300	2.00	Research and prepare memorandum.
12/19/11	H. Knight	C300	7.40	Research and prepare memorandum.
12/20/11	K. Bourdeau	C300	1.30	Conference call with P. Marks, H. Knight, and B. Reddy re research and evaluate same.
12/20/11	P. Marks	C300	0.90	Conduct team conference call and review information re same.
12/20/11	B. Reddy	C300	2.40	Research; conference with K. Bourdeau, P. Marks, and H. Knight re status of research; identify information needs; e-mail communications with H. Knight, P. Marks, and K. Bourdeau re same.

12/20/11	H. Knight	C300	6.90	Continue research; telephone conference with P. Marks, K. Bourdeau, and B. Reddy re same.
12/22/11	K. Bourdeau	C300	0.50	E-mail communications re EPA actions and path forward on action items.
12/22/11	P. Marks	C300	0.80	Prepare email to H. Feichko re information collection and email exchange re EPA actions.

**Total Hours :** **75.00**

**Total Fees :** **\$25,029.00**

Time Summary :

	Hours Worked	Billed Per Hour	Bill Amount
K. Bourdeau	1.80	\$680.00	\$1,224.00
P. Marks	13.40	\$460.00	\$6,164.00
B. Reddy	22.40	\$295.00	\$6,608.00
H. Knight	37.40	\$295.00	\$11,033.00
<b>Total Fees :</b>			<b>\$25,029.00</b>

Summary by Task Codes :

CODE	Hours	Bill Amount
C300	75.00	\$25,029.00
<b>Total</b>	<b>75.00</b>	<b>\$25,029.00</b>
<b>Total Fees :</b>	<b>75.00</b>	<b>\$25,029.00</b>

Summary by Disbursement Codes :

	Bill Amount
E105 Telephone	\$11.40
<b>Total Disbursements :</b>	<b>\$11.40</b>

**TOTAL DUE :** **\$25,040.40**

## **EXHIBIT E**

**(IRIS)**

LAW OFFICES  
BEVERIDGE & DIAMOND, P.C.  
SUITE 2210  
201 NORTH CHARLES STREET  
BALTIMORE, MD 21201-4150  
(410) 230-1300

W. R. Grace & Co.  
Attn: Lydia B. Duff  
7500 Grace Drive  
Columbia, MD 21044

February 28, 2012  
Client/Matter # 01246-015172  
Invoice # 146543  
Federal ID# 52-1247549

---

For Legal Services Rendered Through 12/31/11 in Connection With:

PLEASE REMIT PAYMENT TO : BEVERIDGE & DIAMOND, P.C.  
SUITE 700  
1350 I STREET, N.W.  
WASHINGTON, D.C. 20005-3311

IRIS

12/04/11	K. Bourdeau	C300	1.30	Review background e-mails relevant to conference call with L. Duff and H. Feichko on projects; conference with P. Marks re preparation for conference call.
12/04/11	P. Marks	C300	2.20	Review information and telephone conference with K. Bourdeau to prepare for meeting with client.
12/05/11	K. Bourdeau	C300	1.30	Conference call with L. Duff, H. Feichko, and P. Marks; follow-up conference with P. Marks re same.
12/05/11	P. Marks	C300	1.30	Telephone conference with H. Feichko, L. Duff and K. Bourdeau re tasks; follow-up re same.
12/06/11	K. Bourdeau	C300	3.00	Work on memorandum to client re issues to be addressed.
12/09/11	K. Bourdeau	C300	0.50	Work on memorandum.
12/11/11	K. Bourdeau	C300	1.80	Work on memorandum and draft cover e-mail.
12/12/11	P. Marks	C300	0.50	Prepare overview memorandum.

BEVERIDGE &amp; DIAMOND, P.C.

INVOICE # 146543

February 28, 2012

PAGE 2

12/13/11	K. Bourdeau	C300	0.50	Finalize memorandum.
12/13/11	P. Marks	C300	1.00	Prepare memorandum and telephone conference with L. Duff re same.
12/14/11	K. Bourdeau	C300	3.00	Review numerous background documents in preparation for 12/15 meeting re assessment.
12/14/11	P. Marks	C300	1.00	Prepare for client meeting.
12/15/11	K. Bourdeau	C300	3.30	Review client comments on memorandum; communications with P. Marks re same and related issues and preparation for and attendance at meeting with client; follow-up with P. Marks re same.
12/15/11	K. Bourdeau	C300	0.50	Research re project.
12/15/11	P. Marks	C300	3.50	Attend pre-meeting, meeting and post meeting evaluation at W.R. Grace offices and evaluate same and follow-up with K. Bourdeau re same.
12/16/11	P. Marks	C300	0.80	Evaluate issues and prepare summary.
12/16/11	E. Wolk	C300	2.00	Prepare binder of research materials.
12/19/11	K. Bourdeau	C300	0.50	Review research materials.
12/19/11	E. Wolk	C300	2.00	Research.
12/20/11	K. Bourdeau	C300	2.00	Review research materials.
12/20/11	P. Marks	C300	1.20	Prepare summary of tasks.
12/21/11	K. Bourdeau	C300	1.50	Review research materials and communications with client re same.
12/23/11	K. Bourdeau	C300	4.50	Conferences with P. Marks and clients re status of and path forward on action items and numerous communications with P. Marks and E. Wolk re research and new developments.
12/23/11	P. Marks	C300	3.40	Evaluate issues and telephone conferences with K. Bourdeau, E. Wolk and clients re same; review new information and prepare summary re same.
12/23/11	E. Wolk	C300	3.50	Conference with P. Marks and research.
12/26/11	K. Bourdeau	C300	2.80	Review new information and prepare draft letter re same.

BEVERIDGE &amp; DIAMOND, P.C.

INVOICE # 146543

February 28, 2012

PAGE 3

12/27/11	K. Bourdeau	C300	1.80	Communications with client and P. Marks re developments and tasks and direct E. Wolk re same.
12/27/11	E. Wolk	C300	7.50	Research and prepare binder.
12/28/11	K. Bourdeau	C300	5.30	Prepare draft letter; communications to client re same and research.
12/28/11	E. Wolk	C300	8.00	Conference with K. Bourdeau; research and continue same.
12/29/11	K. Bourdeau	C300	3.80	Review client comments on draft letter and provide response thereto; further research and conference with E. Wolk re same and prepare for January 3 meeting.
12/29/11	E. Wolk	C300	4.50	Research as directed by K. Bourdeau.
12/30/11	K. Bourdeau	C300	3.80	Finalize preparation of notebooks of key supporting materials; begin review of additional information.
12/30/11	E. Wolk	C300	0.50	Prepare and send emails as dictated by K. Bourdeau.
12/31/11	K. Bourdeau	C300	5.50	Review research materials in preparation for upcoming conference calls and meeting; prepare notes re same; prepare e-mail to clients re results of review.

**Total Hours :** **89.60**

**Total Fees :** **\$44,070.00**

BEVERIDGE &amp; DIAMOND, P.C.

INVOICE # 146543  
February 28, 2012  
PAGE 4Time Summary :

	Hours Worked	Billed Per Hour	Bill Amount
K. Bourdeau	46.70	\$680.00	\$31,756.00
P. Marks	14.90	\$460.00	\$6,854.00
E. Wolk	28.00	\$195.00	\$5,460.00
		<b>Total Fees :</b>	<b>\$44,070.00</b>

<b>Total Fees:</b>	<b>\$44,070.00</b>
--------------------	--------------------

Summary by Task Codes :

CODE	Hours	Bill Amount
C300	89.60	\$44,070.00
Total	89.60	\$44,070.00
	<b>Total Fees :</b>	<b>89.60 \$44,070.00</b>

Summary by Disbursement Codes :

<b>TOTAL DUE :</b>	<b>\$44,070.00</b>
--------------------	--------------------